

ANDERSON KILL & OLICK, PC  
Michael J. Lane (ML-0746)  
Luma Al-Shibib (LA-4179)  
1251 Avenue of the Americas  
New York, New York 10020-1182  
Telephone: (212) 278-1000

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

HAMPSHIRE EQUITY PARTNERS II, LP,  
Plaintiff,

vs.

TERADYNE INC., and TERADYNE  
CONNECTION SYSTEMS DIVISION,  
Defendants.

Civil Action No. 04-CV3318 (LAP)

NOTICE OF APPEAL

Notice is hereby given that Hampshire Equity Partners II, LP ("Hampshire"), plaintiff in the above-captioned matter, hereby appeals to the United States Court of Appeals for the Second Circuit from a Judgment by the Clerk of the Court, entered in this action on the 7th day of April 2005<sup>1</sup> granting defendants' motion to dismiss the complaint.

Dated: New York, New York  
May 6, 2005

ANDERSON KILL & OLICK, P.C.

By: 

Michael J. Lane (ML-0746)  
Luma Al-Shibib (LA-4179)  
1251 Avenue of the Americas  
New York, New York 10020  
(212) 278-1000

Attorneys for Plaintiff  
HAMPSHIRE EQUITY PARTNERS II, LP

<sup>1</sup> The April 7, 2005 Judgment of the Court, Docket No. 28, and the March 30, 2005 Memorandum and Order, Docket No. 27, are annexed hereto as Exhibit "A."

**SERVICE LIST**

Anthony L. Paccione, Esq.  
KMZ ROSENMAN  
575 Madison Avenue  
New York, New York 10022-2585

Jordan D. Hershman, Esq.  
TESTA, HURWITZ & THIBEAULT, LLP  
125 High Street  
Boston, MA 02110

KIRSCHSTEIN, OTTINGER, ISRAEL & SCHIFFMILLER, P.C  
489 Fifth Avenue 17th Floor  
New York, NY 10017